

Karen E. Wagner, Esq. (KW-3451)
Abraham Gesser, Esq. (AG-7531)
James I. McClammy, Esq. (JM-5592)

DAVIS POLK & WARDWELL

450 Lexington Avenue
New York, New York 10017
Telephone: (212) 450-4000
Facsimile: (212) 450-3800

– and –

George Kielman
Associate General Counsel for Litigation
Federal Home Loan Mortgage Corporation
8200 Jones Branch Drive – MS202
McLean, Virginia 22102
Telephone: (703) 903-2640
Facsimile: (703) 903-4160

Counsel to Federal Home Loan Mortgage Corporation in Conservatorship

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----	X	
	:	
In re:	:	Chapter 11
	:	
LEHMAN BROTHERS HOLDINGS INC., et al.,	:	Case No. 08-13555 (JMP)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	X	

**NOTICE OF HEARING OF FEDERAL HOME LOAN MORTGAGE CORPORATION
FOR LEAVE TO CONDUCT RULE 2004 DISCOVERY**

PLEASE TAKE NOTICE that the Federal Home Loan Mortgage Corporation in conservatorship (“Freddie Mac”), by and through its undersigned counsel, has filed a Motion (the “2004 Motion”) seeking leave to conduct Bankruptcy Rule 2004 discovery in the form of:

(i) a deposition of one or more current or former employees or other agents or representative(s) of Lehman Brothers Holdings Inc. ("LBHI") (together with certain of LBHI's affiliates, the "Debtors") regarding \$1.2 billion plus interest owed to Freddie Mac (the "Funds" or "Freddie Mac Funds") in connection with two August 2008 transactions; and (ii) document production concerning the Freddie Mac Funds.

PLEASE TAKE FURTHER NOTICE that a hearing (the "Hearing") to consider the relief requested in the 2004 Motion has been scheduled for **November 5, 2008 at 10:00 a.m.**, or as soon thereafter as counsel may be heard, before the Honorable James M. Peck, United States Bankruptcy Judge, at the United States Bankruptcy Court, Alexander Hamilton Customs House, Courtroom 601, One Bowling Green, New York, New York 10004 (the "Bankruptcy Court").

PLEASE TAKE FURTHER NOTICE that objections and responses, if any, to the 2004 Motion shall be made in writing, shall conform with the United States Bankruptcy Code (the "Bankruptcy Code"), the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), the Local Rules for the United States Bankruptcy Court for the Southern District of New York and the Order pursuant to Section 105(a) of the Bankruptcy Code and Bankruptcy Rules 1015(c) and 9007 Implementing Certain Notice and Case Management Procedures [Docket No. 285], shall set forth the name of the objecting party, the basis for the objection and the specific grounds thereof, shall be filed with the Bankruptcy Court electronically in accordance with General Order M-242 (General Order M-242 and the User's Manual for the Electronic Case Filing System may be found at <http://www.nysb.uscourts.gov>, the official website for the Bankruptcy Court), by registered users of the Bankruptcy Court's case filing system and by all other parties in interest, on a 3.5 inch disk, preferably in Portable Document Format ("PDF"), WordPerfect or any other Windows-based word-processing format with two hard copies delivered directly to chambers of

the Honorable James M. Peck, and shall be served upon the following parties: (i) the Honorable James M. Peck, United States Bankruptcy Judge, United States Bankruptcy Court, Alexander Hamilton Customs House, Courtroom 601, One Bowling Green, New York, New York 10004; (ii) counsel for Freddie Mac; (iii) Weil Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Richard P. Krasnow, Esq., Lori R. Fife, Esq., Shai Y. Waisman, Esq., and Jacqueline Marcus, Esq.), attorneys for the Debtors; (iv) Milbank, Tweed, Hadley & McCoy LLP, 1 Chase Manhattan Plaza, New York, New York 10005 (Attn: Dennis F. Dunne, Esq., Dennis C. O'Donnell, Esq., and Evan Fleck, Esq.), proposed attorneys for the Official Committee of Unsecured Creditors appointed in these cases; (v) Quinn Emanuel Urquhart Oliver & Hedges, LLP, 51 Madison Avenue, 22nd Floor, New York, New York 10010 (Attn: Susheel Kirpalani, Esq., James C. Tecce, Esq., and Scott C. Shelley, Esq.), proposed special counsel to the Official Committee of Unsecured Creditors appointed in these cases; (vi) the attorneys for any other official committee(s) appointed in these chapter cases; (vii) Cleary Gottlieb Steen & Hamilton LLP, One Liberty Plaza, New York, New York 10006 (Attn: Lindsee P. Granfield, Esq. and Lisa Schweitzer, Esq.) and Sullivan & Cromwell LLP, 125 Broad Street, New York, New York 10004 (Attn: Robinson B. Lacy, Esq. and Hydee R. Feldstein, Esq.), attorneys for the Debtors' postpetition lenders; (viii) Hughes Hubbard & Reed LLP, One Battery Park Plaza, New York, New York 10004 (Attn: James B. Kobak, Jr., Esq., David W. Wiltenburg, Esq., and Jeff S. Margolin, Esq.), attorneys for James W. Giddens as SIPA Trustee for Lehman Brothers Inc.; (ix) Ropes & Gray LLP, 1211 Avenue of the Americas, New York, New York 10036 (Attn: Mark I. Bane, Esq. and Steven T. Hoort, Esq.) and Cleary Gottlieb Steen & Hamilton LLP, One Liberty Plaza, New York, New York 10036 (Attn: James L. Bromley, Esq. and Sean A. O'Neal, Esq.), attorneys for the Purchaser; (x) the Office of the United States Trustee for the Southern

District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Andy Velez-Rivera, Esq., Paul Schwartzberg, Esq., Brian S. Masumoto, Esq., Linda A. Riffkin, Esq., and Tracy Hope Davis, Esq.) and (xi) any other parties in interest herein, and in each case so as to be **received no later than 4:00 p.m. (Eastern Standard Time) on October 31, 2008** (the "Objection Deadline").

PLEASE TAKE FURTHER NOTICE that only objections made in writing and timely filed and received by the Objection Deadline will be considered by the Bankruptcy Court at the Hearing. If no responses to the 2004 Motion are timely filed and served in accordance with the procedures set forth herein, the relief requested shall be deemed unopposed, and the Bankruptcy Court may enter an order granting the relief sought without a hearing or further notice.

PLEASE TAKE FURTHER NOTICE that objecting parties are required to attend the Hearing, and failure to appear may result in relief being granted or denied upon default.

Dated: October 22, 2008
New York, New York

DAVIS POLK & WARDWELL

By: /s/ James I. McClammy

Karen E. Wagner, Esq. (KW-3451)

Abraham Gesser (AG-7531)

James I. McClammy (JM-5592)

450 Lexington Avenue

New York, NY 10017

Telephone: (212) 450-4000

Facsimile: (212) 450-3800

– and –

George Kielman

Associate General Counsel for Litigation

Federal Home Loan Mortgage Corporation

8200 Jones Branch Drive – MS202

McLean, Virginia 22102

Telephone (703) 903-2640

Facsimile (703)-903-4160

*Counsel to the Federal Home Loan
Mortgage Corporation in Conservatorship*